

UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS

Highfields Capital Ltd., Highfields Capital I LP,
Highfields Capital II LP,

Plaintiffs,

v.

SCOR, S.A.,

Defendant.

Civil Action No. 04-10624 MLW

**SUPPLEMENTAL AFFIDAVIT OF JOSEPH F. MAZZELLA IN SUPPORT OF
PLAINTIFFS' MOTION TO AFFIRM SUBJECT MATTER JURISDICTION OR,
IN THE ALTERNATIVE, TO REFER CASE TO STATE COURT**

I, Joseph F. Mazzella, being first duly sworn, do hereby depose and state as follows:

1. I am a Managing Director and General Counsel of Highfields Capital Management LP. I make this affidavit on personal knowledge and am submitting it in support of Plaintiffs' Motion to Affirm Subject Matter Jurisdiction or, in the Alternative, to Refer Case to State Court, and in supplement to my April 19, 2006 Affidavit (the "Original Affidavit"). All capitalized terms used herein shall have the meaning ascribed to them in the Original Affidavit.

2. As stated in paragraph 6 of the Original Affidavit, based on my review of Highfields Capital Management's records database, I believed that as of March 30, 2004, the limited partners of Highfields Capital II comprised 146 individuals and entities. Based upon a further review, the correct number should be 145 as a current individual investor was inadvertently included as an investor as of March 31, 2004.

Sworn to this 28th day of April, 2006 under the pains and penalties of perjury,

/s/ Joseph F. Mazzella
Joseph F. Mazzella

CERTIFICATE OF SERVICE

I hereby certify that on this 28th day of April, 2006, a true copy of the above document was served by facsimile and first class United States mail upon Douglas H. Meal, the attorney of record for Defendant at Ropes & Gray LLP, One International Place, Boston, MA 02110-2624.

/s/ *Kenneth S. Leonetti*
Kenneth S. Leonetti, BBO# 629515